

ASSIGNMENT AND BILL OF SALE

FOR VALUE RECEIVED, the undersigned Forrest Wayne Catlett, Attorney-In-Fact of the company Gemworks Mining, Inc., a Panama Corporation and bearer of the Identity No. 461068 (Seller), hereby sells and transfers unto Gemworks Asset Management, Inc., a Nevada Corporation and bearer of the Identity No. 76-0789080 (Recipient), and its successors and assigns forever, all rights, title and interest in and to the assets described in Schedule A, attached hereto and made a part herein.

Seller warrants and represents that he has good title to said assets, full authority to sell and transfer same and that said goods and chattels are being sold free and clear of all liens, encumbrances, liabilities and adverse claims, of every nature and description.

IN TESTIMONY WHEREOF, Gemworks Mining, Inc., Seller, has caused this Assignment and Bill of Sale to be duly executed on April 14, 2005, at San Jose, California.

By: Forrest Wayne Catlett
Gemworks Mining, Inc.
Forrest Wayne Catlett, Attorney-In-Fact

NOTARY

Subscribed and Sworn Before me
on this 20 Day of April 2005
x Getty C. Santos



Bill of Sale

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Initials Seller: FWC Recipient: GA

The following is a contract which will set the terms for the sale of The Emerald Conglomerate which is described in detail within the attached appraisal forms. The terms of this agreement assume that Larry Biegler is the sole owner of the Conglomerate and that Jewelry47 (Gil Weiss and Gary Weiss) and Jeff Downey are the brokers of the Conglomerate.

90% of the sale price of the Conglomerate will go to Larry Biegler and 10% will be split evenly between Jewelry47 and Jeff Downey. All expenses, including but not limited to the transport of the Conglomerate and the insurance of the Conglomerate, will be incurred by Larry Biegler as needed. The advertising expenses related to the Conglomerate, including but not limited to eBay fees, print advertising, and promotional events, will also be incurred by Larry Biegler, but may be subject to his approval.

Larry Biegler

Date

7/1/07

Jeff Downey

Date

6-2-07

Gil Weiss

Date

Gary Weiss

Date

6-6-07

GW

Re:

 "diazinfante@comcast.net" show details May 20  Reply

Thanks Gary. Can your son make it to San Jose to shoot better quality pictures? Wednesday or Thursday would work well for us.

Marco
for
Larry

Marco / Gil Weiss

----- Original message -----

From: "gary weiss" <gary@jewelry47.com>

Hi Marco, recieved, pictures are poor quality, presentation needs better pictures.

Gary

On 5/19/07, diazinfante@comcast.net
<diazinfante@comcast.net> wrote:

Have you received 4 pictures, history and appraisal?

----- Original message -----

From: "gary weiss" <gary@jewelry47.com>
pictures coming thru

On 5/18/07, diazinfante@comcast.net <
diazinfante@comcast.net> wrote:

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Gary Weiss
212-869-6385
Toll Free 866-534-4747
Fax 212-869-1396

<http://stores.ebay.com/Jewelry47-Fine-Diamonds-and-Jewelry>

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Gary Weiss
212-869-6385
Toll Free 866-534-4747
Fax 212-869-1396

<http://stores.ebay.com/Jewelry47-Fine-Diamonds-and-Jewelry>

<http://mail.google.com/mail/?ui=1&view=page&name=gp&ver=sh3fib53pgpk>

10/19/2007 

[↩ Reply](#) [↩ Reply to all](#) [→ Forward](#) [Invite diazinfante@comcast.net to Gmail](#)

☆ **gary weiss to Jewelry47, diazinfante**

[show details](#) May 20 [↩ Reply](#)

Hi Marco, he will contact you.

Gary

- Show quoted text -

[↩ Reply](#) [↩ Reply to all](#) [→ Forward](#)

☆ **gary weiss to Jewelry47**

[show details](#) May 20 [↩ Reply](#)

- Show quoted text -

[↩ Reply](#) [→ Forward](#)

Gil from Jewelry47

☆ Jewelry47 to diazinfante show details May 20 ↩ Reply

Hello Marco, it was good to speak with you on the phone today. As we discussed, after you reply to this email, I will book a flight from SD to San Jose for Wednesday, June 6th or that Thursday or Friday and email you the itinerary and the price so that you can arrange to have me picked up at the airport.

--

Gil Weiss

Jewelry47: "Any size, any shape guarantee"

Monday-Saturday

Toll Free-866-534-4747

516-9675776-cell

Gil@jewelry47.com

website: <http://www.jewelry47.com/>

eBay: <http://stores.ebay.com/Jewelry47-Fine-Diamonds-and-Jewelry>

↩ Reply → Forward

☆ "diazinfante@comcast.net" show details May 21 ↩ Reply

Hey Gil, excuse the delay in responding. I've been preparing and enjoying a meal with my family. You've got the correct address. Please feel free to use it for exchange of information, either casually or formally. Please email flight details and we will have it handled. Thanks.

Marco

for

Larry

- Show quoted text -